

**UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO**

<p>In Re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</p> <p>as representative of</p> <p>THE COMMONWEALTH OF PUERTO RICO, et al,</p> <p>Debtors</p>	<p>PROMESA Title III</p> <p>No. 17 BK 3283-LTS</p> <p>(Jointly Administered)</p>
<p>In Re:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</p> <p>as representative of</p> <p>PUERTO RICO ELECTRIC POWER AUTHORITY,</p> <p>Debtor</p>	<p>PROMESA Title III</p> <p>No. 17-BK 4780-LTS</p> <p>This motion relates to PREPA and shall be filed in Lead Case No. 17 BK 3283-LTS and case No. 17 BK 4780-LTS</p>

**MOTION FOR ENTRY OF ORDER TO COMPEL DEBTOR PUERTO RICO ELECTRIC  
POWER AUTHORITY TO ASSUME OR REJECT EXECUTORY POWER PURCHASE  
AND OPERATING AGREEMENT WITH BLUE BEETLE III, LLC**

**NOW COMES ELAM, LLC** (hereinafter “ELAM”), as authorized representative of  
**COMMERCIAL SOLAR POWER, INC.** (hereinafter “CSP”), by its undersigned  
appearing counsel and to the Honorable Court respectfully represents:

1. ELAM is the duly authorized representative of CSP, pursuant to an  
Agreement for Services by and between ELAM and CSP, dated 9 April 2021. Pursuant

to a Purchase and Sale Agreement dated 11 November 2011, as amended, and Assignment of Purchase and Sale Agreement, dated 9 May 2012, as amended, CSP has the authority to represent **BLUE BEETLE III, LLC** (hereinafter BB3) in this proceeding and to request on behalf of BB3 the remedies sought herein under the provisions of 11 U.S.C. §365, made applicable in the above-captioned cases by Section 301(a) of the Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”), 48 U.S.C. § 2161(a).

2. On 31 October 2011, the **PUERTO RICO ELECTRIC POWER AUTHORITY** (hereinafter “PREPA”) and BB3, entered into a **POWER PURCHASE AND OPERATING AGREEMENT** (hereinafter “PPOA”), by which BB3 would sell, and PREPA would buy, all the electricity generated by a 20 MW solar energy system to be developed in Barceloneta, Puerto Rico by BB3.

3. Said PPOA still remains, as of this date, as a valid and enforceable executory contract between PREPA and BB3. PREPA’s 2018 Integrated Resources Plan, Renewable Energy Project Status indicates that the estimated Commercial Operation Date for the BB3 PPOA was July 1, 2019. Moreover, documents and events in the Bankruptcy Case bolster the argument that the PPOA was not terminated pre-bankruptcy and that PREPA has continued to treat the agreement as executory. Said documents support the position of BB3 that the PPOA is still an executory contract.

4. A careful review of the docket of this case shows that PREPA has not filed a request for this Honorable Court enter an Order allowing PREPA to reject the executory contract with BB3.

5. Pursuant to the provisions of 11 U.S.C. §365(d)(2) and Bankruptcy Rule 6006, Movant is interested in having this Honorable Court enter an Order directing PREPA to assume or reject the executory contract with BB3.

**WHEREFORE**, Movant **ELAM, LLC** respectfully requests that this Honorable Court enters an Order to compel **PREPA** to assume or reject the existing executory contract between **PREPA** and BB3, pursuant to the provisions of 11 U.S.C. §365(d)(2), with such further relief as is just and proper.

**I HEREBY CERTIFY** that on this same date we electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to all participants and Standard Parties.

**NOTICE IS HEREBY GIVEN THAT** within fourteen (14) days after service as evidenced by the certification, and an additional three (3) days pursuant to Fed. R. Bank. P. 9006(f) if you were served by mail, any party against whom this paper has been served, or any other party to the action who objects to the relief sought herein, shall serve and file an objection or other appropriate response to this paper with the clerk's office of the United States Bankruptcy Court for the District of Puerto Rico. If no objection or other response is filed within the time allowed herein, the paper will be deemed unopposed and may be granted unless: (i) the requested relief is forbidden by law; (ii) the requested relief is against public policy; or (iii) in the opinion of the court, the interest of justice requires otherwise.

In San Juan, Puerto Rico, this 16th day of May 2022.

**/s/ ISMAEL H. HERRERO III**  
**LAW OFFICES OF HERRERO III**  
**& ASSOCIATES, P.S.C.**  
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